



Entered on Docket  
June 05, 2006

Hon. Linda B. Riegle  
United States Bankruptcy Judge

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Attorneys for Debtor and Debtor-In-Possession

**UNITED STATES BANKRUPTCY COURT**  
**DISTRICT OF NEVADA**

In re:

USA COMMERCIAL MORTGAGE  
COMPANY,

Debtor.

Case Nos. BK-S-06-10725 LBR

Chapter 11

**ORDER GRANTING DEBTOR'S  
APPLICATION TO EMPLOY AND  
RETAIN RAY QUINNEY & NEBEKER  
P.C. AS COUNSEL FOR ALL DEBTORS)**

Date: May 18, 2006

Time: 9:30 a.m.

1 USA Commercial Mortgage Company, ("Debtor"), having filed an Application to Employ  
 2 Ray, Quinney & Nebeker, PC ("RQN") as Counsel for the Debtors (the "RQN Application"); the  
 3 Application having been noticed to all creditors, investors and parties in interest; Debtor having  
 4 been represented by Annette W. Jarvis, of Ray, Quinney & Nebeker, P.C. and Lenard E.  
 5 Schwartzer, Esq. of Schwartzer & McPherson Law Firm; other appearances having been made  
 6 upon the record; the Court having considered the objections on file and the oral objections having  
 7 been made in Court; the Court considering the offer by RQN to limit their employment to the  
 8 same length of time as the interim employment of Thomas Allison and Mesirow Financial Interim  
 9 Management, LLC and to seek employment of standby conflict counsel; and good cause  
 10 appearing, it is hereby

11 ORDERED as follows:

12 1. The Application is granted with the following limitations.

13 2. RQN is required to apply to this Court for allowance of compensation and  
 14 reimbursement of expenses in accordance with applicable provisions of the Bankruptcy Code, the  
 15 Bankruptcy Rules and the Local Rules of this Court. Subject to this Court's approval, the Debtor  
 16 proposes to pay RQN at their customary hourly rates in effect from time to time as set forth in the  
 17 Application, and as may be directed and allocated by Court order.

18 3. The retainer that RQN received and held as of the date of the petition of the Debtor  
 19 shall be held and applied to their allowed final compensation and expense reimbursement and any  
 20 unused portion shall be returned to the Debtor. The fees and costs for pre-petition services paid  
 21 from the retainer as well as the fees and costs for post-petition services are subject to review and  
 22 approval by this Court.

23 4. The Court will consider an extension of the employment of RQN on July 27, 2006  
 24 at 9:30 a.m.

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1           5.     Notice of this Order shall be given as required by the Court's Order Limiting  
2 Notice.

3 Submitted by:

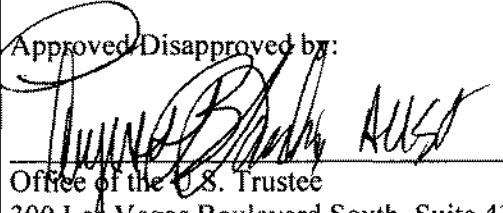
4 Annette W. Jarvis, Utah Bar No. 1649  
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9 and

10 /s/ Jeanette E. McPherson

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16 Attorneys for Debtor and Debtor-In-Possession

17 ~~Approved~~ Disapproved by:

18   
19 Office of the U.S. Trustee  
20 300 Las Vegas Boulevard South, Suite 4300  
21 Las Vegas, NV 89101

22 ###

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